

EXHIBIT B
DATA RESPONSES AND REQUESTS: STATUS OF COMPLETION
AS OF MARCH 21, 2003

Legend

WA = Cantilo Preliminary Data Request (10/22/02), B = LLG&M Document request (10/24/02), C = Signal Hill Second Document Request, D = Cantilo Supplemental Data Request (11/1/02)
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| Request No. | Data Request | Date Requested | Dates Documents Provided to Consultants | Description of Documents | Status of request (per states' consultants) | Consultants' Comments To Documents Provided | Premera Status (per Premera) | Expected Date of Completion (expected date of receipt by Consultants or Premera) |
|--------------------------|--|----------------|--|---|---|---|--|--|
| Corporate Records | | | | | | | | |
| WA 4 | Presentations from senior management or by Premera's financial advisor(s) to Premera's management, its Board of Directors or any of its subcommittees regarding corporate strategy and planning, including all presentations regarding the proposed transaction and alternatives considered since January 1, 1997. | 10/22/2002 | 12/4/2002 1/28/03 1/28/2003 1/28/2003 2/26/2003 2/26/2003 3/4/2003 3/11/2003 | See table listing 57 presentations from 2/12/97 to 10/6/02 at 0016751 to 0016754. Additional presentations provided, including Market Expansion - August 2002 and Arizona Expansion - December 2002; Page from Operations Update from 8/26/99 mentioned United and QualMed's plans for exiting Washington Market; Page from Operations Update from 12/1/99 mentioning QualMed's Plan for exiting Washington Market; Corporate Strategy Presentations from 1999 Board Retreat. 2003 Strategic platform presentation as presented at Premera Performance and Outlook Meeting on February 26, 2003. Presentations to be made by Premera management to A.M. Best at March 12, 2003 meeting | Incomplete Response | Need to receive Privilege Log in order to determine what material has been withheld or redacted. Received Privilege Log, but Premera needs to organize according to the corresponding requests. Premera in the process of reorganizing. (3/17/03) Will review completed Privilege Log received on 3/20/03. (3/20/03) | Complete. Premera confirmed at the January 7 meeting with OIC and Consultants that the Premera Board of Directors generally meets on a quarterly basis. Premera received clarification from the consultants at the January 7 meeting that the term "strategic" should include transactions or proposed acquisition transaction involving Premera. Subject to any documentation listed on the Privilege Log, Premera has provided all relevant requested documents to consultants as of February 26, 2003. (3/6): Complete pending consultants' receipt and review of privilege log (3/14) Privilege Log delivered to Consultants (3/20) Privilege Log with crosswalks provided to Consultants | Premera's Stated Date: 3/14/2003; Received, but not organized according to request number. Revised date: 3/21/2003; Received on 3/20/03. |
| WA 5 | All written correspondence and materials exchanged between Premera and its financial advisor(s). | 10/22/2002 | 12/2/2002 1/28/03 2/26/2003 2/26/2003 3/4/2003 | This response contains documents that have been presented to Premera by its financial advisors (Goldman Sachs) that have been used in analyzing the conversion and Premera's strategic alternatives. Premera's response to this request has specifically excluded general correspondence such as health care industry news clippings, equity analyst reports, quarterly performance statistics of public managed care companies, updates on conversion activities of other Blue plans and other administrative and scheduling issues. Throughout the last two years, written correspondence exchanged with Goldman Sachs has been centered around the presentations for the Board of Directors, all of which have been provided previously under WA 4. There have been many oral conversations between Goldman and Premera centered around the conversion and Premera's capital alternatives. Additional documents provided 1/28/03: Presentation to Premera - regarding Goldman Sachs role as Financial Advisor 6/11/02: Presentation to Premera regarding the IPO Process and Managing a Public Company | Incomplete Response | Need to receive Privilege Log in order to determine what material has been withheld or redacted. Received Privilege Log, but Premera needs to organize according to the corresponding requests. Premera in the process of reorganizing. (3/17/03) Will review completed Privilege Log received on 3/20/03. (3/20/03) | Complete. The documents that have been provided in request WA 04 that are authored by Goldman Sachs are the only presentations that have been made to the Premera Board of Directors by Goldman Sachs. Premera's executive management reviewed each of these presentations with Goldman prior to presentation to the Board of Directors. Premera has performed a final search for documents responsive to this request and has provided additional emails and other materials exchanged between Goldman Sachs and Premera management. As such, Premera has provided all information in its possession that is responsive to this request, subject to any material identified on Premera's Privilege Log. (3/6): Complete pending consultants' receipt and review of privilege log. (3/14) Privilege Log delivered to Consultants (3/20) Privilege Log with crosswalks provided to Consultants | Premera's Stated Date: 3/14/2003; Received, but not organized according to request number. Revised date: 3/21/2003; Received on 3/20/03. |
| WA 6 | Minutes of meetings of Premera's Board of Directors and any of its subcommittees that have examined the issue of the potential conversion for the last five years. | 10/22/2002 | 11/15/2002 12/11/2002 1/21/2003 2/5/2003 3/14/2003 | Board and Committee minutes in which the proposed conversion was discussed; Minutes of Special Meeting of Board of Directors on 1/24/02; Additional Premera and PBC board and committee minutes (with agendas) where conversion was discussed. Any information subject to the attorney-client privilege has been redacted and will be described in a privilege log to be provided. Copies of PBC Board and Committee minutes (note: the Premera Board and Committee minutes for the same dates were provided in November 2002) | Incomplete Response | Need to receive Privilege Log in order to determine what material has been withheld or redacted. Received Privilege Log, but Premera needs to organize according to the corresponding requests. Premera in the process of reorganizing. (3/17/03); Will review completed Privilege Log received on 3/20/03. (3/20/03) | Complete - Premera has provided all materials in its possession responsive to this request. The Privilege Log identifying redacted materials from the meeting minutes will be provided to Consultants by February 26. (3/6): Complete pending consultants' receipt and review of privilege log. (3/14) Privilege Log delivered to Consultants (3/20) Privilege Log with crosswalks provided to Consultants | Premera's Stated Date: 3/14/2003; Received, but not organized according to request number. Revised date: 3/21/2003; Received on 3/20/03. |

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|-------------|--|----------------|--|--|---|--|---|--|
| WA 13 | Complete copies of all correspondence, including e-mails and memoranda of oral conversations, between Premera and BCBSA regarding the proposed conversion and related or alternative transactions. | 10/22/2002 | 12/11/2002 2/14/2003 2/14/2003 2/14/2003 2/26/2003 2/26/2003 | Description of materials presented to BCBSA on 6/26/02: "Meeting with BCBSA"; "Premera Reorganization". Description of oral presentation; Additional correspondence between Premera and BCBSA re proposed conversion transaction; Additional correspondence and materials between BCBSA and Premera: (a) information on history of FTC antitrust concerns about physician and hospital control of Blue Plans, as may relate to issues in the WSHA claim on assets TAB A- FTC position paper on antitrust issues related to physician/hospital relations with Blues; (b) public BCBSA statements on the North Carolina conversion (Tab B- letter on the NC conversion); (c) Public BCBSA statements re issue of conversion generally (Tab 2C-Statement of Mark Orloff, Deputy General Counsel for BCBSA); (d) R. Wilson transmittal of BCBSA Board minutes from 1971 re non-provider majority requirements for Plan boards; (e) R. Wilson email dated 7/2/02 re summary of BCBSA conversion provision requirements. | Incomplete Response | Need to receive Privilege Log in order to determine what material has been withheld or redacted. Received Privilege Log, but Premera needs to organize according to the corresponding requests. Premera in the process of reorganizing. (3/17/03) Will review completed Privilege Log received on 3/20/03. (3/20/03) | Complete. Premera has provided all documentation responsive to this request, subject to any materials listed on the Privilege Log. (3/6): Complete pending consultants' receipt and review of privilege log. (3/14) Privilege Log delivered to Consultants (3/20) Privilege Log with crosswalks provided to Consultants | Premera's Stated Date: 3/14/2003; Received, but not organized according to request number. Revised date: 3/21/2003; Received on 3/20/03. |
| WA 18 | Any documents regarding analysis by Premera or its advisors of the Foundation Shareholder's, and its related Washington and Alaska charitable organizations', funding and governance issues. | 10/22/2002 | 11/15/2002 | IRC 501(c)(3) Private Foundation - 10/25/01 Panther Project - 501(c)(3) Purposes: Unmet Healthcare Needs Document outlining Relationship of Tax-Exempt Organizations to For-profit Entity (Missouri, Wisconsin, California) | Incomplete Response | Need to receive Privilege Log in order to determine what material has been withheld or redacted. Received Privilege Log, but Premera needs to organize according to the corresponding requests. Premera in the process of reorganizing. (3/17/03) Will review completed Privilege Log received on 3/20/03. (3/20/03) | Complete. The Privilege Log identifying redacted or privileged materials will be provided to Consultants by February 26. (3/6): Complete pending consultants' receipt and review of privilege log. (3/14) Privilege Log delivered to Consultants (3/20) Privilege Log with crosswalks provided to Consultants | Premera's Stated Date: 3/14/2003; Received, but not organized according to request number. Revised date: 3/21/2003; Received on 3/20/03. |

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|---|--|----------------|--|---|---|---|--|--|
| Financial Statements | | | | | | | | |
| WA 20 | Complete statutory Annual Statements and audited statutory financial statements for all statutory entities for all the years in business for each entity | 10/22/2002 | 11/7/2002 11/13/2002 1/28/03 2/19/2003 | Audited Statutory Basis Financial Statements for the following: BCWA 1997; MSC 1997; PBC 1998-2001; HealthPlus 1997-99; SWL 1997-2001; LifeWise 1997-2001; Premera LifeWise Health Plan 2001. Statutory Annual Statement 1997-2001. PBC Audited Consolidated Financials 1997-2000; 1997 Audited Consolidated Financial for MSC; 1997 Consolidated Financials for BCWA. See also Request Response 806; Historic statutory statements - BCWA 1990 through 1996, SWL 1990 through 1996, MSC Life 1994 through 1996, LifeWise of Oregon 1994 through 1996, MSC 1990 through 1996, HealthPlus 1990 through 1996. The consultants have asked Premera for "additional years". Premera has provided all Statutory Annual Statements in our possession. In the 1/7/03 meeting, Premera understood that PWC has obtained or is obtaining such historical information from the OIC and will seek Premera's review of such information and to verify, to its knowledge, that the persons who executed such statements were officers at the company at the time of execution. Premera has not received any information for review as of 2/17/03. | Incomplete Response | Gaps in data, specifically 1957 to 1960. Consultants have attempted to gather most of the data from the OIC, but will need Premera's assistance in gathering missing data (2/26/03 WA); PwC and Redden will require Premera to "sign off" on compilation to be discussed by PwC/Redden on 3/18/2003 as to when compilation will be provided (3/14/03); PwC will provide to Redden the compilation during the week of 3/31/03. Redden will discuss on 3/20 the number of days required to review the compilation in order to make a determination whether changes need to be made or whether a separate compilation will be submitted to Premera. Premera is in the process of making some changes to the projections model as discussed on 3/14, and will have a revised model available on 3/21/03 (3/18/03). PwC will provide to Redden the referenced compilation during the week of 3/31/03, and Redden will review during the week of 4/7/03. Premera will receive the compilation by 4/11/03. | Complete as of February 19 - Premera (2/27) Premera to confirm which consultants did not receive the referenced document(s) and provide another copy. See also WA03 for historical presentation of insured entities. Premera seeks additional clarification regarding need for assistance with this request. (3/6) PWC and R-A to present historical assessment of financial statements from 1933 - 2001 and request signoff from Premera. (3/11) PWC will provide Premera with a "firm date" for completion of its compilation within the week. (3/14) PWC and R-A will notify Premera on March 18 when compilation will be available for Premera's review. (3/18) PWC confirmed that Reden-Anders will receive PWC's "compilation by March 31, 2003, R-A to comment on March 20 on progress of its "compilation". Not date set for receipt by Premera of "compilation(s)" (3/20) R-A and PWC to provide "compilation" to Premera by April 11 | Consultants' Stated Date: Completion to be delivered to Premera by 4/11/03 |
| WA 32 | Summary listing of all internal audits conducted in 2001, and through June 30, 2002, and access to audit reports and work papers. | 10/22/2002 | 11/15/2002 | List of internal audit reports issued between 1/1/01 and 6/30/02. See also Request Responses 826 and 827 | Incomplete Response | Need to receive Privilege Log in order to determine what material has been withheld or redacted (2/26/03 WA); Will review completed Privilege Log received on 3/20/03. (3/20/03) | Complete, subject to provision to Consultants of privilege log. (2/27) Premera to confirm which consultants did not receive the referenced document(s) and provide another copy. (3/6) Complete pending consultants' receipt and review of missing documents and privilege log. (3/14) Complete per Consultants (3/20) Privilege Log with crosswalks provided to Consultants | Premera's Stated Date: 3/14/2003; Received, but not organized according to request number. Revised date: 3/21/2003; Received on 3/20/03. |
| Tax, Financial and Actuarial Information Related to this Transaction | | | | | | | | |
| WA 42 | All federal and state income tax returns for 2001, 2000, and 1999 for the Premera group and its affiliates including supporting workpaper files and access to any additional prior year open returns not requested above as necessary. | 10/22/2002 | 11/15/2002 | Federal Corporate income tax form 1120-PC for tax years 1999-2001; Alaska Corporation net income tax returns 1999-2001; Oregon Insurance Excise tax returns 1999-2001 | Incomplete Response | Need to receive Privilege Log in order to determine what material has been withheld or redacted. Received Privilege Log, but Premera needs to organize according to the corresponding requests. Premera in the process of reorganizing. (3/17/03) Will review completed Privilege Log received on 3/20/03. (3/20/03) | Complete. The Privilege Log identifying privileged materials related to this request will be provided to Consultants by February 26. (3/14) Privilege Log delivered to Consultants (3/20) Privilege Log with crosswalks provided to Consultants | Premera's Stated Date: 3/14/2003; Received, but not organized according to request number. Revised date: 3/21/2003; Received on 3/20/03. |
| WA 49 | Any tax opinions or memoranda (both internal or external) whether in draft or final form, or ruling requests related to the conversion and its impact on the company, the policyholders, or the foundation. | 10/22/2002 | 1/8/2003 2/18/2003 | Draft Forms of Opinion for Section 833, 368 and 382; Ruling requests to the Washington Department of Revenue with respect to certain excise taxes are in the process of initial drafting. Copy of Long-Form Opinion. | Incomplete Response | Need to receive Privilege Log in order to determine what material has been withheld or redacted. Received Privilege Log, but Premera needs to organize according to the corresponding requests. Premera in the process of reorganizing. (3/17/03) Will review completed Privilege Log received on 3/20/03. (3/20/03) | Complete - Premera provided the requested information on January 6, 2003 and on February 18, 2003 and thus believes this item is complete. The Privilege Log identifying privileged materials related to this request will be provided to Consultants by February 26. (3/6) Complete pending consultants' receipt and review of privilege log. (3/14) Privilege Log delivered to Consultants (3/18) Premera's long-form opinion regarding Section 833(b) has not been drafted. When it is drafted, it will appear on Premera's Privilege Log. (3/20) Privilege Log with crosswalks provided to Consultants | Premera's Stated Date: 3/14/2003; Received, but not organized according to request number. Revised date: 3/21/2003; Received on 3/20/03. |

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|---------------------------------------|---|----------------|---|--|---|--|--|---|
| WA 50 | Any tax opinions, or memoranda (both internal or external) whether in draft or final form relating to whether Premiera has previously undergone a material change in operations or structure pursuant to IRC section 833. | 10/22/2002 | 1/8/2003 | See response to WA 49 | Incomplete Response | Need to receive Privilege Log in order to determine what material has been withheld or redacted. Received Privilege Log, but Premiera needs to organize according to the corresponding requests. Premiera in the process of reorganizing. (3/17/03) Will review completed Privilege Log received on 3/20/03. (3/20/03) | Complete as of January 8. The Privilege Log identifying privileged materials related to this request will be provided to Consultants by February 26. (3/6): Complete pending consultants' receipt and review of privilege log. (3/14) Privilege Log delivered to Consultants (3/20) Privilege Log with crosswalks provided to Consultants | Premiera's Stated Date: 3/14/2003; Received, but not organized according to request number. Revised date: 3/21/2003; Received on 3/20/03. |
| Other Financial/Actuarial Information | | | | | | | | |
| WA 60 | Internal Financial Statements that show detailed gain/loss by product line (LOB Reports) for all years in business. | 10/22/2002 | 11/18/2002 1/2/2003 1/8/2003 | Income statements provided in request WA26. See also E427. Premiera has provided LOB Reports for all of the years it has in its possession | Incomplete Response | The diskette of WA 26 was very helpful in analyzing historical data for a short period of history of the company. However, WA 60 has asked for a broader horizon of history. PwC and Redden will require Premiera to "sign off" on compilation to be discussed by PwC/Redden on 3/18/2003 as to when compilation will be provided (3/14/03). See WA 20 (3/20/03) | Complete as of January 8 - See WA 25, WA 26, WA 27 and E427. (2/27): In response to the consultant's comment, Premiera has already provided all information in its possession. Obtain clarification from consultants as to how to resolve. (3/6) PWC and R-A to provide historical analysis for Premiera signoff (See notes to WA26). (3/11) PWC and R-A will provide Premiera with a "firm date" for completion of its compilation within the week. (3/14) PWC and R-A will notify Premiera on March 18 when compilation will be available for Premiera's review (3/18) PWC confirmed that Reden-Anders will receive PWC's "compilation" by March 31, 2003. R-A to comment on March 20 on progress of its "compilation". Not date set for receipt by Premiera of "compilation(s)" (3/20) R-A and PWC to provide Premiera with "compilation" by April 11 | Consultants' Stated Date: Compilation to be delivered to Premiera by 4/11/03; See WA 20 |

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| Financial Projections on Stand Alone Basis and Post-Conversion Basis | | | | | | | | |
| WA 74 | Financial Projection and Budget for 2003 through 2007 on a premium and fee basis by entities, product line and geographic region. Annual projections by business unit for 2002 - 2007, including income statement, balance sheet, cash flow statement, and other available pro forma financial information, as well as all key assumptions. | 10/22/2002 | 11/20/2002 12/17/2003 1/29/2003 2/26/2003 2/26/2003 3/7/03 | Annual projections for 2002 - 2006 including income statement, balance sheet cash flow statement as well as key assumptions. Includes Form A combined financial projections and assumptions and projections by line of business. Electronic copy transmitted to Consultants on December 17, 2002; A followup request asks for STAT reconciliation for the projection model. Premera does not do STAT projections; STAT adjustments to calculate capital surplus can be found in the projection model on the consolidated model page (Line 213). | Incomplete Response | See also: E 467-482; 863. 867. 872. 873; PwC notes that WA 74 also ties in with WA 20 and WA 60 and should be open until those requests are complete. (3/18/03) | Open (2/27) Consultants requested an updated model at its 2/25/03 meeting. Premera expects to provide consultants with an updated model (including 2003 budget and 2007 projections) by March 7, 2003. (3/11) Updated projection model provided electronically on March 7, 2003. Follow up meeting scheduled for Friday March 14, 2003. (3/14) Review by Consultants to be completed by March 21. (3/18) Open per PWC pending review of historical financials (3/20) Open per PWC until week of April 7 | |
| Claims/Underwriting | | | | | | | | |
| WA 82 | Claims, underwriting, and rate manuals and/or guidelines. | 10/22/2002 | 11/15/2002 | Underwriting Guidelines implemented July 1, 1998; Updates for Alaska and Washington effective 2002. Rate manuals contained in #65 above. | Incomplete Response | Provide current copy of rate manual. PwC has 1988 plus supplements. However, PwC has an understanding that there are two different manuals. Premera to schedule a meeting with the appropriate personnel to clarify (3/11/03) Meeting scheduled with Grazko on 3/24/03 (3/20/03) | Complete (3/6) Open pending delivery of most current underwriting manual to Marty Staehlin. (3/11) Premera will schedule meeting between PwC (and any other interested consultants) and Jim Grazko, VP of Underwriting to address this issue (3/14) Premera scheduling meeting with Grazko to address this issue (3/18) Meeting scheduled with Jim Grazko and consultants on March 21 (3/20) Meeting scheduled with Jim Grazko on March 24 | Meeting scheduled with Grazko on 3/24/03 to discuss |
| ALASKA 1 | | | | | | | | |
| Proposed Structure of the Transaction | | | | | | | | |
| B 102 | 2. All minutes of Board meetings at which the proposed conversion was discussed (Peterson) | 10/28/2002 | 11/15/2002 | See WA 06 | Incomplete Response | Need to receive Privilege Log in order to determine what material has been withheld or redacted. Received Privilege Log, but Premera needs to organize according to the corresponding requests. Premera in the process of reorganizing. (3/17/03) Will review completed Privilege Log received on 3/20/03. (3/20/03) | Complete as of November 15 - Premera has provided all materials in its possession responsive to this request. The Privilege Log identifying redacted materials will be provided to Consultants by February 26. See Response to WA 06. (3/6) Complete pending consultants' receipt and review of privilege log. (3/14) Privilege Log delivered to Consultants (3/20) Privilege Log with crosswalks provided to Consultants | Premera's Stated Date: 3/14/2003; Received, but not organized according to request number. Revised date: 3/21/2003; Received on 3/20/03. |

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| B 103 | 3. All Board minutes at which the effects of the proposed conversion on Alaska policyholders was discussed (Peterson) | 10/28/2002 | 11/15/2002 | See WA 06 | Incomplete Response | Need to receive Privilege Log in order to determine what material has been withheld or redacted. Received Privilege Log, but Premera needs to organize according to the corresponding requests. Premera in the process of reorganizing. (3/17/03) Will review completed Privilege Log received on 3/20/03. (3/20/03) | Complete as of November 15 - Premera has provided all materials in its possession responsive to this request. The Privilege Log identifying redacted materials will be provided to Consultants by February 26. See also WA 06. (3/6): Complete pending consultants' receipt and review of privilege log. (3/14) Privilege Log delivered to Consultants (3/20) Privilege Log with crosswalks provided to Consultants | Premera's Stated Date: 3/14/2003; Received, but not organized according to request number. Revised date: 3/21/2003; Received on 3/20/03. |
| B 106 | 6. Agendas of all Premera meetings at which the planned conversion was discussed (Peterson) | 10/28/2002 | 1/10/2003 1/21/2003 | Agendas from Board Meetings from 1997-2002 where proposed conversion was discussed; Additional Agendas of Board and Committee meetings related to the proposed conversion. See also Premera response to WA 06. | Incomplete Response | Need to receive Privilege Log in order to determine what material has been withheld or redacted. Received Privilege Log, but Premera needs to organize according to the corresponding requests. Premera in the process of reorganizing. (3/17/03) Will review completed Privilege Log received on 3/20/03. (3/20/03) | Complete as of January 21 (3/6): Complete pending consultants' receipt and review of privilege log. (3/14) Privilege Log delivered to Consultants (3/20) Privilege Log with crosswalks delivered to Consultants | Premera's Stated Date: 3/14/2003; Received, but not organized according to request number. Revised date: 3/21/2003; Received on 3/20/03. |
| Corporate Records | | | | | | | | |
| B 113 | 2. All minutes of Board of Directors, including all committees for the last two years (PwC) | 10/28/2002 | 11/15/2002 1/28/03 | All Premera and PBC Board and Committee minutes for the last two years. See also WA 06. | Incomplete Response | Need to receive Privilege Log in order to determine what material has been withheld or redacted. Received Privilege Log, but Premera needs to organize according to the corresponding requests. Premera in the process of reorganizing. (3/17/03) | Complete as of January 26 - Premera has provided all materials in its possession responsive to this request. The Privilege Log identifying redacted materials will be provided to Consultants by February 26. (3/6): Complete pending consultants' receipt and review of privilege log. (3/14) Privilege Log delivered to Consultants (3/20) Privilege Log with crosswalks delivered to Consultants | Premera's Stated Date: 3/14/2003; Received, but not organized according to request number. Revised date: 3/21/2003; Received on 3/20/03. |
| B 157 | Payment methodologies for each product, and fee schedules by product and provider type if appropriate (Peterson) | 10/28/2002 | 12/20/2002 | Documents prepared by HCS "Premera Blue Cross Methodologies" that outlines payment methodologies in WA, OR and AK for professionals and facilities claims | Incomplete Response | | Complete (3/14) Re-opened per Kim Jacobson (3/18) Responsive data to be provided by March 28 | Premera's Stated Date: Mostly complete by 3/21/03 with remaining documents by 3/28/03 |
| B 164 | Analysis of physician fee schedules over the last 3 years (Peterson) | 10/28/2002 | 12/11/2002 | HCE analysis of physician fee schedule unit cost increases from 2000-2002 | Incomplete Response | | Complete (3/14) Re-opened per Kim Jacobson (3/18) Responsive data to be provided by March 18 | Premera's Stated Date: Mostly complete by 3/21/03 with remaining documents by 3/28/03 |

EXHIBIT B
DATA RESPONSES AND REQUESTS: STATUS OF COMPLETION
AS OF MARCH 21, 2003

Legend

WA = Cantilo Preliminary Data Request (10/22/02), B = LLG&M Document request (10/24/02), C = Signal Hill Second Document Request, D = Cantilo Supplemental Data Request (11/1/02)
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| Request No. | Data Request | Date Requested | Dates Documents Provided to Consultants | Description of Documents | Status of request (per states' consultants) | Consultants' Comments To Documents Provided | Premiera Status (per Premiera) | Expected Date of Completion (expected date of receipt by Consultants or Premiera) |
|------------------|---|----------------|---|---|---|---|---|---|
| ALASKA 2 | | | | | | | | |
| Company Overview | | | | | | | | |
| C 210 | Description of the total compensation package for management | 10/28/2002 | 11/15/2002 11/18/2002 | See responses to WA 103 and 109-112. See also E445 | Incomplete Response | Premiera will send 2002 data and will discuss on 3/25/03. (3/20/03) | Complete as of February 26, 2003. (2/27) Premiera seeks further clarification as to why incomplete. (3/6) Premiera to provide information for 1997 - 2001 in same form as Bates 12394 in WA 103. (3/11) The information requested by consultants on March 6 can be found in each of the Statutory Statements found at WA 21. This request is thus complete. (3/14) SHCG to review and comment by March 20 (3/20) Premiera provided additional documentation (per SHGC's request) on March 20 | Premiera's Stated Date: 3/21/03; Received 3/20/03 |
| C 211 | Description of any significant changes in compensation package in the last five years | 10/28/2002 | 1/28/2003 | See responses to WA 103 and 109-112. See also E445 | Incomplete Response | Premiera will send 2002 data and will discuss on 3/25/03. (3/20/03) | Complete as of February 26, 2003. (2/27) Premiera seeks further clarification as to why incomplete. (3/6) Premiera to provide information for 1997 - 2001 in same form as Bates 12394 in WA 103. (3/11) The information requested by consultants on March 6 can be found in each of the Statutory Statements found at WA 21. This request is thus complete. (3/14) SHCG to review and comment by March 20 (3/20) Premiera provided additional documentation (per SHGC's request) on March 20 | Premiera's Stated Date: 3/21/03; Received 3/20/03 |
| Financial Review | | | | | | | | |
| C241 | Capital needs and plans for next three years | 10/28/2002 | 11/18/2002 | See response to WA 78. Premiera does not have a more-detailed analysis of the capital needs of the company than what was provided in response to WA 78. | Incomplete Response | Response to arrive during week of 3/10 (3/6/03) Response to arrive this week (3/11/03); Response date is unknown (3/14/03). Response date is 3/28/03. (3/18/03) | Complete as of November 18 (2/27): Premiera to address request as clarified at 2/24/03 meeting. (3/11) Premiera will provide by March 14, 2003 (3/14) Premiera in process of providing the requested information (3/20) Premiera to provide responsive documentation by March 28 | Premiera's Stated Date: 3/28/2003; See also E 505, 506 |

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|-------------|---|----------------|---|---|---|--|---|--|
| C243 | Summary of material inter-company transactions – financial and operating of the last three years and financial impact | 10/28/2002 | 11/15/2002 | See response to WA 10. Premera's intercompany transactions are governed by the intercompany agreements (copies of which have been provided under WA 125). See also WA 09. | Incomplete Response | Premera has provided only monthly memos asking for fund transfers and support from the general ledger in response to this request. | Complete as of November 15, 2002 (2/27): Premera seeks clarification from consultants to determine why incomplete. (3/6): Open subject to review by Tom Johnson. (3/11) Signal Hill (Tom Johnson) to review and provide update as to status (3/14) Signal Hill to review and respond by March 20 (3/20) Signal Hill to review and respond by March 25 | Consultants' Stated Date: To review by 3/20/03; Revised date: To review by 3/25/03 |
| C246 | Examination reports prepared by BCBS PPFSC Reports, reinsurers, and rating agencies, if any. | 10/28/2002 | 1/23/2003 2/26/2003 2/26/2003 | See WA 102. Premera has provided capital benchmark data for 1997 (WA 61) and RBC for years subsequent to that (WA 39). Those are the only reports in Premera's possession regarding capital adequacy. Additional documents provided on 2/26/03: (a) PPFSC Report, dated October 9-10, 1997, regarding BCWA; (b) Letter to Betty Woods, dated January 21, 1999, regarding PPFSC Monitoring; (c) Letter to Betty Woods, dated April 13, 2000 regarding PPFSC monitoring. NOTE: Premera has been unable to locate signed copies of the documents referenced in sections (b) and (c) above. Therefore, it is supplying unsigned facsimile copies received from BCBSA archives. The BCBSA believes these documents to be true and correct copies of the final signed documents. | Incomplete Response | Also require Premera reports prepared for BCBSA regarding capital adequacy 1997 - present. Signal to cite specific reference (3/6; 3/11/03; 3/14/03); Specific bates numbers provided: 0032283, 0032280 (3/20/03) | Complete as of February 26, 2003. (3/6) Tom Johnson to provide specific citation in letter to Betty Woods that indicates additional information may exist. (3/11) Signal Hill (Tom Johnson) to review and provide update as to status (3/14) Signal Hill to review and respond by March 20 (3/20) Premera in process of reviewing SHGC's questions regarding this item | Premera's Stated Date: 3/28/03 |
| C248 | Consolidation worksheets (income statements and balance sheets) for the last three years and any other documentation showing inter-company eliminations during consolidation, including a description of each eliminating item as to amount and the Premera entities involved | 10/28/2002 | 11/19/2002 12/4/2002 1/28/2003 1/28/2003 2/14/2003 | See responses to WA 24-25. | Incomplete Response | Premera indicates that documents provided pursuant to WA 24 (consolidated financial statements) and WA 25 (income statements) are responsive. Company states it is completed with files sent on Feb. 14th. Have not received these files as of 2/25/03. Signal Hill notes that document may be missing (3/11/03) | Complete as of February 14 (2/27) Premera to confirm which consultants did not receive the referenced document(s) and provide another copy. (3/6) Complete pending receipt and review of missing documents by Peterson and/or Signal Hill. (3/11) Signal Hill to confirm the need for Premera to send another copy (3/14) Signal Hill to review and respond by March 18 (3/18) Signal Hill to review and respond on March 20 (3/20) Signal Hill to review and respond on March 25 | Consultants' Stated Date: To review by 3/20/03; Revised date: To review by 3/25/03 |

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| Request No. | Data Request | Date Requested | Dates Documents Provided to Consultants | Description of Documents | Status of request (per states' consultants) | Consultants' Comments To Documents Provided | Premiera Status (per Premiera) | Expected Date of Completion (expected date of receipt by Consultants or Premiera) |
|--------------------|---|----------------|---|--|---|---|--|--|
| Investments | | | | | | | | |
| C 249 | Describe investment policy | 10/28/2002 | 11/15/2002 1/28/03 2/24/2003 | See response to WA 100. Year-end summaries of investment performance for 1997-2002 as presented to Premiera's Investment, Audit and Compliance Committee | Incomplete Response | Would like consolidated picture of the investment function from 1997 - 2002 to include: portfolio analysis (all of 96, and investment income by investment category, capital gains and losses (realized and unrealized), updated watch list. | Complete as of February 24, 2003. (2/27): Premiera to seek clarification as to why incomplete. (3/6) Complete pending review of new information by Blackstone/Signal Hill. (3/11) Follow up questions to be addressed on March 14 (3/14) Consultants to review and respond by March 18 (3/18) Provided on February 24. Consultants to review and respond by March 20 (3/20) Provided on February 24. Consultants to review and respond by March 25 | Consultants' Stated Date: To review by 3/18/03; Revised date: To review by 3/25/03 |
| C 250 | Provide summary of portfolio by rating and type of asset for each of the last three years and as of September 30, 2002. | 10/28/2002 | 11/15/2002 1/28/03 2/24/2003 | See response to WA 96. See Requests E404, Z836 and Z837 for electronic versions of Schedule D which has NAIC rating and asset type for 12/31/00, 12/31/01 and 9/30/02. For 1999 see schedule D's in Requests #20. Year-end summaries of investment performance for 1997-2002 as presented to Premiera's Investment, Audit and Compliance Committee | Incomplete Response | The investment portfolio analysis submitted pursuant to WA 96 and referenced as responsive to C250 does not appear to include all of the requested information. Data received in electronic format is incomplete. Electronic files supposedly for 200 and 2001 provided. However, files includes only part o t200 and 2002 while 2001 is complete. Would like to see a summary report as would be presented to the Board. (1/31/03 AK) | Complete as of February 24, 2003. (2/27): Premiera to seek clarification as to why incomplete. (3/6) Complete pending review of new information by Blackstone/Signal Hill. (3/11) Follow up questions to be addressed on March 14 (3/14) Consultants to review and respond by March 18 (3/18) Provided on February 24. Consultants to review and respond by March 20 (3/20) Provided on February 24. Consultants to review and respond by March 25 | Consultants' Stated Date: To review by 3/20/03; Revised date: To review by 3/25/03 |
| C 251 | Describe any external asset management relationships | 10/28/2002 | 11/15/2002 1/28/03 2/24/2003 | See response to WA 98. List of asset management relationships as of 12/31/02. Year-end summaries of investment performance for 1997-2002 as presented to Premiera's Investment, Audit and Compliance Committee. | Incomplete Response | Would like consolidated picture of the investment function from 1997 - 2002 to include: portfolio analysis (all of 96), and investment income by investment category, capital gains and losses (realized and unrealized), updated watch list. Provided watch list for 2002 and very non-descript list for asset managers and size of portfolio. No portfolio analysis, capital gains and losses, etc. included. Does not demonstrate performance of asset managers. Does not show change year over year in portfolios. Would like to see summary report as would be presented to the Board. PwC has not received. | Complete as of February 24, 2003. (2/27): Premiera to seek clarification as to why incomplete. (3/6) Complete pending review of new information by Blackstone/Signal Hill. (3/11) Follow up questions to be addressed on March 14 (3/14) Consultants to review and respond by March 18 (3/18) Provided on February 24. Consultants to review and respond by March 20 (3/20) Provided on February 24. Consultants to review and respond by March 25 | Consultants' Stated Date: To review by 3/20/03; Revised date: To review by 3/25/03 |

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| Request No. | Data Request | Date Requested | Dates Documents Provided to Consultants | Description of Documents | Status of request (per states' consultants) | Consultants' Comments To Documents Provided | Premiera Status (per Premiera) | Expected Date of Completion (expected date of receipt by Consultants or Premiera) |
|------------------|--|----------------|---|--|---|--|---|--|
| C 252 | Summarize any investment losses and/or write-downs during the last three years | 10/28/2002 | 11/15/2002 1/28/03 2/24/2003 | See response to WA 101 for 6/30/02 and 9/30/02; See WA 97 for 1997 to 6/30/02; See C253 for 12/31/02. Year-end summaries of investment performance for 1997-2002 as presented to Premiera's Investment, Audit and Compliance Committee. | Incomplete Response | Watch list is okay. Would like to see summary report as would be presented to the Board. | Complete as of February 24, 2003. (2/27): Premiera to seek clarification as to why incomplete. (3/6) Complete pending review of new information by Blackstone/Signal Hill. (3/11) Follow up questions to be addressed on March 14 (3/14) Consultants to review and respond by March 18 (3/18) Provided on February 24. Consultants to review and respond by March 20 (3/20) Provided on February 24. Consultants to review and respond by March 25 | Consultants' Stated Date: To review by 3/20/03; Revised date: To review by 3/25/03 |
| C 253 | Provide current problem asset watch list | 10/28/2002 | 11/15/2002 1/28/03 2/24/2003 | See response to WA 101. Problem asset watch list as of 12/31/02 for PBC, SWL, LW WA, LW OR, MSC Life. Year-end summaries of investment performance for 1997-2002 as presented to Premiera's Investment, Audit and Compliance Committee. | Incomplete Response | See summary to C 252. | Complete as of February 24, 2003. (2/27): Premiera to seek clarification as to why incomplete. (3/6) Complete pending review of new information by Blackstone/Signal Hill. (3/11) Follow up questions to be addressed on March 14 (3/14) Consultants to review and respond by March 18 (3/18) Provided on February 24. Consultants to review and respond by March 20 (3/20) Provided on February 24. Consultants to review and respond by March 25 | Consultants' Stated Date: To review by 3/20/03; Revised date: To review by 3/25/03 |
| REQUEST 5 | | | | | | | | |
| E 403 | Copy of Microsoft contract | 12/5/2002 | 1/27/2003 2/19/2003 | Email request for clarity as to why a full copy of the contract is necessary for purposes of consultants' analysis; Premiera has asked for the rationale for this request given 1) the terms of the agreement have been previously discussed and are modeled in the WA74 financial projections and 2) the prohibition of disclosure due to confidentiality obligations contained in the contract. Premiera awaits a response from consultants in order to respond to this request. | Incomplete Response | The Microsoft contract is an important part of the Company's strategy going forward. As such, we would like to have access to this contract. | Complete as of February 19 - Premiera has confidentiality obligations with Microsoft and has thus asked consultants for clarity as to why a full copy of the contract is necessary for purposes of their analysis in order to communicate to Microsoft. To date, it has not received a response from consultants on this issue. (3/6): Premiera to request waiver of non-disclosure clause in Microsoft contract. (3/11) Premiera seeking waiver of non-disclosure clause in Microsoft contract (3/14) Consultants to provide Premiera with list of terms they would like to see in MSFT contract. Premiera to continue to attempt to seek MSFT's consent to release of contract (3/18) Consultants to provide Premiera with rationale as to why they would like to see in MSFT contract. Premiera to continue to attempt to seek MSFT's consent to release of contract (3/20) Premiera continuing to attempt Microsoft in order to receive consent for release of contract. Consultants gave no further clarity regarding rationale for needing to see Microsoft contract | Premiera's Stated Date: Unknown |

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|-------------|---|----------------|---|--|---|---|---|--|
| E 419 | Milo's events that may effect conversion's success. (000026). | 12/13/2002 | 2/26/2003 | This presentation is subject to the attorney-client privilege and will be listed on Premera's Privilege Log | Incomplete Response | Need to receive Privilege Log in order to determine what material has been withheld or redacted. Received Privilege Log, but Premera needs to organize according to the corresponding requests. Premera in the process of reorganizing. (3/17/03) Will review completed Privilege Log received on 3/20/03. (3/20/03) | Complete - This information is subject to attorney-client privilege. The Privilege Log identifying redacted materials will be provided to Consultants by February 26. (3/6) Complete pending consultants' receipt and review of privilege log. (3/14) Privilege Log provided (3/20) Privilege Log with crosswalks provided to Consultants on March 20 | Premera's Stated Date: 3/14/2003; Received, but not organized according to request number. Revised date: 3/21/2003; Received on 3/20/03. |
| E 438 | Written representations made by Premera management to Ernst & Young LLP in connection with E&Y's issuance of tax opinions related to the tax-free treatment of the conversion transaction, the application of Sec. 382 to the transaction, and the impact of the transaction on whether the conversion will result in a "material change in structure or operations". | 12/13/2002 | 2/18/2003 | PREMERA Form of Long-Form Opinion | Incomplete Response | Received long-form legal opinion including representation. However, opinion indicates that Premera and its affiliates have not agreed to the representations set forth in the opinion. Will want to review the representations once they have been agreed to by Premera. Premera will not provide those reps until the day of approval. PwC will need to review those reps prior to close of the deal. (3/11/03). Richard Ashley to discuss with Jim Odiome (3/14/03) | Complete as of February 18. See WA49 (2/27) Premera to seek clarification. (3/6) Complete pending consultants' receipt and review of privilege log. (3/11) PWC to provide guidance regarding how to expeditiously complete request | Premera's Stated Date: Peter Buck to discuss with John Domeika |
| E 439 | Detailed and well-reasoned written analysis of the legal basis and risks supporting the tax opinions issued by E&Y. | 12/13/2002 | 2/18/2003 | PREMERA Form of Long-Form Opinion | Incomplete Response | Received long-form tax opinion addressing the tax-free reorganization and 382 limitations (Feb. 14th). Have not received any analysis in connection with the material change opinion. Premera is treating as privileged subject matter) | Complete as of February 18. See WA49 (2/27) Premera to seek clarification. (3/6) Complete pending consultants' receipt and review of privilege log. (3/14) Privilege Log provided (3/20) Privilege Log with crosswalks provided on March 20 | Premera's Stated Date: 3/14/2003; Received, but not organized according to request number. Revised date: 3/21/2003; Received on 3/20/03. |
| E 445 | Exhibits A and B sent via e-mail to Peter Buck re: the following categories of information that will be required: a. Job description for each benchmark job b. Actual salary, annual bonus, long-term incentive (if eligible) paid to each incumbent in each of the past five years c. Plan documents, executive agreements (where applicable) and the value of benefits (Exhibit B) d. Turnover statistics by position level. | 12/27/2002 | 1/22/2003 2/26/2003 2/26/2003 3/14/2003 | 1) A list of Premera jobs matched to the benchmark positions provided to us; 2) Five years of salary history for those jobs. Where data is not provided back five years, it is because the current incumbent was not in the position five years; 3) Job descriptions for those jobs for which we have current job descriptions Five-year compensation history for all benchmark jobs. | Incomplete Response | Premera's response includes the 5 year history. It includes a column called 'all other compensation'. It is unclear what is included in this column (other than deferred comp). Specifically, we had asked for the Long Term Incentive Payouts for those years. Yen sent detail on 3/5. Yen provided further clarification on 3/13/03. (3/14/03) | Complete as of February 26, 2003. (2/27) Premera HR to review comments and respond or seek clarification accordingly. (3/6) PWC (Yen) to provide clarification as to missing LTIP information that is needed. (3/11) Premera to respond to Yen's comments by March 14, 2003 (3/14) Premera to provide responsive documentation by March 21 | Premera's Stated Date: 3/21/03 |
| E 452 | Please provide assumptions and detailed analysis supporting the addition of federal income tax that would result if the Sec. 833(b) deduction is lost as a result of the conversion transaction as presented to the Board of Directors on January 24, 2002 (bates #0016785). Please provide this analysis for the taxable year which includes the conversion transaction as well as all subsequent years through 2014 consistent with the Board presentation. | 12/10/2002 | 2/19/2003 | Calculations and Assumptions Underlying Calculations Performed to Model Impact of Sections 382 and 833 on Effective Tax Rate. | Incomplete Response | Need to receive Privilege Log in order to determine what material has been withheld or redacted. Received Privilege Log, but Premera needs to organize according to the corresponding requests. Premera in the process of reorganizing. (3/17/03) Will review completed Privilege Log received on 3/20/03. (3/20/03) | Complete as of February 19. See WA53 (2/27) This item will appear on Premera's privilege log. (3/6) Complete pending consultants' receipt and review of privilege log. (3/14) Privilege log provided (3/20) Privilege Log with crosswalks provided on March 20 | Premera's Stated Date: 3/14/2003; Received, but not organized according to request number. Revised date: 3/21/2003; Received on 3/20/03. |

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|-------------|--|----------------|---|--|---|--|---|--|
| E 481 | Please allocate other income / expenses to WA, AK and Other for WA26 and WA74. | 1/20/2003 | 2/14/2003 | Schedule of detail on historical 'other income' and 'other expenses' by date | Complete Response | Other Income/Expense needs to be split between WA and AK for purposes of the Financial Projections ; | Complete as of February 14 (2/27) See Premera's response to WA74. (3/6) Complete pending completion of WA74. (3/11) Updated model provided on March 7, 2003 and follow up call re model scheduled for March 14, 2003 (3/14) Consultants to review and respond by March 20 (3/20) Complete per consultants | |
| E 482 | Please explain the SG&A differences (ie. between WA26 and RVCN), by WA, AK and Other on the summarized WA26 when examined by product line (ie. small group). Specifically, we need to review, in detail, the expense allocations and confirm their values given the large differences in percentage of premium allocated to SG&A for similar products. | 1/20/2003 | 2/5/2003 | See responses to 805 and 842 which have G&A expenses by LOB by cost center | Incomplete Response | S G & A expense allocation does not appear to match pricing expectations nor meet a general reasonableness check.. Expenses will need to be analyzed and reallocated. May need to remain open until WA 20 closed will discuss further on 3/25. (3/20/03) | Complete as of February 5 (2/27) Premera to seek additional clarification. (3/6) Complete pending completion of WA74. (3/11) Premera has provided this information and will address any outstanding issues on March 14, 2003 (3/14) Consultants to review and respond by March 20 (3/20) Consultants to review and respond by April 11 | Consultants' Stated Date: To review by 3/20/03; Revised date: To review by 3/25/03 |
| E 495 | Please reconcile the fair value of fixed income securities between the G/L and the sum total of the Schedule Ds that were provided. There is a difference of approximately \$2.1 million at September 30, 2002 and \$465K at December 31, 2001. Please indicate the NAIC rating of the reconciling items (ie. Naic 1, 2, etc.). | 1/20/2003 | 2/5/2003 | The difference between the GAAP and STAT fair value of fixed income securities at both 9/30/02 and 12/31/01 is due to the statutory valuation provided by the Securities Valuation Office of the NAIC being different than the valuation provided by Bank of New York for GAAP purposes. This difference is expected and is part of regulatory statutory accounting. The NAIC rating of all fixed income securities can be found in the Schedule D detail. 12/31/01 and 9/30/02 documentation of Schedule Ds to GL for PBC, SWL, LWO, LWW, MSL for book value. | Incomplete Response | PREMERA asserts complete as of 2/5/03. Similar reconciliation will likely be required after December 31, 2002 information is provided. | Complete as of February 5 (2/27) Premera will provide updated information when available. (3/6) Complete per consultants. Premera to provide updates as appropriate. (3/11) Premera to provide update (3/18) Premera has provided the information requested in this request. Premera cannot provide an "update" to Consultants until they have reviewed the information submitted pursuant to E498. | Consultants' Stated Date: See E 498 |
| E 500 | Description of the administrator and the insurance company behind physician's pension plan. | 2/26/2003 | | | Incomplete Response. | We understand the original holder of the policy has gone out of business. | (2/27) Premera to address. (3/11) Premera is in the process of addressing (3/14) Premera to provide responsive documentation by March 21 | Premera's Stated Date: 3/21/03 |
| E 501 | Price of Silchester equity investment at December 31, 2001 and January 21, 2003, if the security is still being held | 2/26/2003 | | | Incomplete Response. | | (2/27) Premera to address. (3/11) Premera is in the process of addressing (3/14) Premera to provide responsive documentation by March 21 | Premera's Stated Date: 3/21/03 |
| E 502 | Description of reasoning behind rate of decrease of the health care cost trend assumption used in developing PBO for other post-retirement benefits | 2/26/2003 | | | Incomplete Response. | | (2/27) Premera to address. (3/11) Premera is in the process of addressing (3/14) Premera to provide responsive documentation by March 21 | Premera's Stated Date: 3/21/03 |
| E 503 | Changes Premera made to the BCBSA Model documents as referenced in request WA 13 Bates page number 30098.(i.e. the matrix that identifies the differences) | 2/26/2003 | | | Incomplete Response | Need to receive Privilege Log in order to determine what material has been withheld or redacted. Received Privilege Log, but Premera needs to organize according to the corresponding requests. Premera in the process of reorganizing. (3/17/03) Will review completed Privilege Log received on 3/20/03. (3/20/03) | (2/27) Premera to address. (3/11) This item will be addressed in Premera's privilege log (3/14) Privilege Log provided (3/20) Privilege Log with crosswalks provided | Premera's Stated Date: 3/14/2003; Received, but not organized according to request number. Revised date: 3/21/2003; Received on 3/20/03. |

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|------------------------|--|----------------|---|--|---|---|---|--|
| E 505 | Request for a list of Premera's capital needs and amounts. As hypothetical examples, the list might include but not be limited to: (A) the capital needs for the separate capitalization of an Alaska insurance company. (B) the capitalization, development costs and operating losses for the initial years of the establishment of the new Arizona business. (C) any final costs of the Dimensions system development and roll-out, (D) other business expansion initiatives, and (E) any capital needed to achieve Premera's targeted RBC levels. | 2/28/2003 | | | Incomplete Response | See also C 241 | (2/27) Premera to address. (3/11) Premera is in the process of addressing the request (3/14) Premera in the process of addressing the request | Premera's Stated Date: 3/28/03; See also C 241 |
| E 506 | An analysis of Premera's proposed IPO which would include an accretion/dilution analysis demonstrating the impact to Premera's return on equity and/or return on pro-forma earnings per share from employing any capital raised by Premera in the IPO. | 2/28/2003 | | | Incomplete Response | See also C 241 | (2/27) Premera to address. (3/11) Premera is in the process of addressing the request (3/14) Premera in the process of addressing the request | Premera's Stated Date: 3/28/03; See also C 241 |
| E 507 | Please provide directions on how to allocate various items between Washington and Alaska. Specifically, we would like to understand the nature of these items to determine how the income/expense/surplus items should be split between the two states. See specific issues as addressed in PwC memo to Premera | 3/17/2003 | | | Incomplete Response | | (3/20) Premera in the process of addressing this request. Call scheduled for March 25 to discuss methodology for responding to this item | Meeting on 3/25/03 to discuss |
| E 508 | Latest Rate Filings | 3/14/2003 | | | Incomplete Response | | (3/20) Premera in the process of addressing this request | Meeting on 3/24/03 to discuss |
| E 509 | * The B&ST addendum (see p. 32327) * Attachment 1 to the memo (see p. 32328) * The filing (if any) of the new rating formula referred to in the third-to-last paragraph of p. 32333 * Any provider reimbursement guidelines that have been established as described in the first paragraph of p. 32334 * With regard to the "regular monitoring of formula produced premium rates and sold rates," referred to in the second paragraph of p. 32334, all documents referring to results of such monitoring including but not limited to Business Decision Reports | 3/14/2003 | | | Incomplete Response | | (3/20) Premera in the process of addressing this request | Premera's Stated Date: 3/28/03 |
| E510 | Response to email sent to Premera by Kim Jacobson on March 19, 2003 regarding premium taxes in Alaska | 3/19/2003 | | | | | (3/20) Premera in the process of addressing this request | Premera's Stated Date: 4/4/03 |
| AD HOC REQUESTS | | | | | | | | |
| 849 | Request for email of rate development methodology To begin the analysis discussed in item #3 above, we request the rate development methodology be made available via email. (Request by Martin Staehlin, PWC). | | 2/20/2003 2/24/2003 | Email follow up to verbal request seeking clarification from PWC (Martin Staehlin) as to whether the information in this request is still necessary. | Incomplete Response | Premera to set up call to discuss (3/11/03) | Complete. Request for clarification was emailed to Marty Staehlin on February 20, 2003. (3/6) Complete pending receipt of most current underwriting manual. (3/11) Premera will schedule meeting between PWC (and any other interested consultants) and Jim Grazko, VP of Underwriting to address this issue (3/14) Premera in process of scheduling interview with Jim Grazko (3/20) Call scheduled for March 24 | Meeting scheduled with Grazko on 3/24/03 to discuss |

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|-------------|--|----------------|---|--------------------------|---|--|---|--|
| 847 | Martin Staehlin requested on December 13, 2002: Please provide a copy of the most recent rating manual trend update pages with Bates stamped pages. In addition, the Underwriting manual submitted for our review is dated 1998. Please provide the most recent underwriting manual for our review with Bates stamped pages. | 12/13/2002 | 1/6/2003 | See WA 65. | Incomplete Response | Premera to set up call to discuss (3/11/03) | Complete (3/6) Complete pending receipt of underwriting manual. (3/11) Premera will schedule meeting between PWC (and any other interested consultants) and Jim Grazko, VP of Underwriting to address this issue (3/14) Premera in process of scheduling interview with Jim Grazko (3/20) Call scheduled for March 24 | Meeting scheduled with Grazko on 3/24/03 to discuss |
| 871 | Supporting worksheets for other income, other expense, investment income and sale of securities that describes how the split between WA and AK was calculated through year-end 2002. | 3/5/2003 | | | Incomplete Response | Premera to provide worksheets (3/11/03) | Premera to address. (3/11) Premera to provide responsive materials by March 14, 2003 (3/14) Premera to provide by March 21 | Premera's Stated Date: 3/21/03 |
| 872 | Full year actual 2002 investment income allocation (E480). | 3/5/2003 | | | Incomplete Response | Revised model to be provided on 3/21/03. (3/20/03) | Premera to address. (3/11) Updated projection model provided on March 7 and follow-up meeting scheduled for March 14, 2003 (3/14) Consultants to review and respond by March 20 | Premera's Stated Date: 3/21/03 |
| | Follow up tax requests by PWC submitted to Premera on 3/4/2003 as follows: | | | | | | | |
| 874 | Written analysis regarding whether Premera intends to provide for taxes in its GAAP and statutory financial statements on the basis that it will not experience a material change and, therefore, continue to recognize the benefits of the 833(b) deduction. | 3/4/2003 | | | Incomplete Response | | Premera to address. (3/11) Premera to provide responsive materials by March 14, 2003 (3/20) Premera to provide responsive materials by March 28 | Premera's Stated Date: 3/14/2003; Revised date: 3/25/2003; Revised date: 3/28/03 |
| 875 | Written analysis regarding whether Premera intends to establish any liability for the uncertainty related to this issue in post-conversion years. If not, please indicate why. | 3/4/2003 | | | Incomplete Response | | Premera to address. (3/11) Premera to provide responsive materials by March 14, 2003 (3/20) Premera to provide responsive materials by March 28 | Premera's Stated Date: 3/14/2003; Revised date: 3/25/2003 |
| 876 | Written analysis regarding the disclosures that Premera would provide in its financial statements related to the potential impact if Premera is determined to have experienced a material change. | 3/4/2003 | | | Incomplete Response | | Premera to address. (3/11) Premera to provide responsive materials by March 14, 2003 (3/20) Premera to provide responsive materials by March 28 | Premera's Stated Date: 3/14/2003; Revised date: 3/25/2003 |
| 877 | The technical basis for the conclusions reached in items 874-876. | 3/4/2003 | | | Incomplete Response | | Premera to address. (3/11) Premera to provide responsive materials by March 14, 2003 (3/20) Premera to provide responsive materials by March 28 | Premera's Stated Date: 3/14/2003; Revised date: 3/25/2003 |
| 878 | Please provide an analysis of the accounting positions and disclosure of all other converted BCBS plans with respect to the material change issue. | 3/4/2003 | | | Incomplete Response | | Premera to address. (3/11) Premera to provide responsive materials by March 14, 2003 (3/20) Premera to provide responsive materials by March 28 | Premera's Stated Date: 3/14/2003; Revised date: 3/25/2003 |
| 879 | Written analysis regarding Premera's views on whether the SEC may object to Premera's proposed treatment of this matter when Premera becomes a public company. | 3/4/2003 | | | Incomplete Response | | Premera to address. (3/11) Premera to provide responsive materials by March 14, 2003 (3/20) Premera to provide responsive materials by March 28 | Premera's Stated Date: 3/14/2003; Revised date: 3/25/2003 |

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| 880 | Written analysis of whether the other (i.e. the non-financial statement) disclosures that Premera believes would have to be provided regarding the issue (e.g. risk factors) in documents provided in connection with a public offering of Premera's stock. | 3/4/2003 | | | Incomplete Response | | Premera to address. (3/11) Premera to provide responsive materials by March 14, 2003 (3/20) Premera to provide responsive materials by March 28 | Premera's Stated Date: 3/14/2003; Revised date: 3/25/2003 |
| 881 | In the assumptions supporting your 833(b) analysis, you indicated that the impact of a potential loss of any remaining asset step-up is minor. Please provide a numerical analysis of such. | 3/4/2003 | | | Incomplete Response | | Premera to address. (3/11) Premera to provide responsive materials by March 14, 2003 (3/20) Premera to provide responsive materials by March 28 | Premera's Stated Date: 3/14/2003; Revised date: 3/25/2003 |
| 882 | Provide an analysis of whether PBC would qualify as an insurance company for federal income tax purposes if it experiences a material change, and the potential effects if it does not so qualify. | 3/4/2003 | | | Incomplete Response | | Premera to address. (3/11) Premera to provide responsive materials by March 14, 2003 (3/20) Premera to provide responsive materials by March 28 | Premera's Stated Date: 3/14/2003; Revised date: 3/25/2003 |
| 883 | Five recommendations made by PWC related to Premera's final 382 tax opinion | 3/4/2003 | | | Incomplete Response | | Premera to address. (3/11) Premera to provide responsive materials by March 14, 2003 (3/20) Premera to provide responsive materials by March 28 | Premera's Stated Date: 3/14/2003; Revised date: 3/25/2003 |
| | PWC concerns regarding the adequacy of the opinions issued by Ernst & Young: | | | | | | | |
| 884 | The Section 368/382 short-form opinion needs to refer to all of the component steps of the conversion as the Transaction, starting with the formation of the Foundation and amendment of Premera's Articles of Incorporation. | 3/4/2003 | | | Incomplete Response | | Premera to address. (3/11) Premera to provide responsive materials by March 14, 2003 (3/20) Premera to provide responsive materials by March 28 | Premera's Stated Date: 3/14/2003; Revised date: 3/25/2003 |
| 885 | The Section 368/382 short-form opinion needs to address the tax treatment of the Foundation. | 3/4/2003 | | | Incomplete Response | | Premera to address. (3/11) Premera to provide responsive materials by March 14, 2003 (3/20) Premera to provide responsive materials by March 28 | Premera's Stated Date: 3/14/2003; Revised date: 3/25/2003 |
| 886 | The Section 368/382 short-form opinion needs to address the tax treatment of LifeWise. | 3/4/2003 | | | Incomplete Response | | Premera to address. (3/11) Premera to provide responsive materials by March 14, 2003 (3/20) Premera to provide responsive materials by March 28 | Premera's Stated Date: 3/14/2003; Revised date: 3/25/2003 |
| 887 | The Section 368/382 short-form opinion only refers to tax-free reorganizations. Should it also address the Section 351 transactions as covered in the long-form opinion? | 3/4/2003 | | | Incomplete Response | | Premera to address. (3/11) Premera to provide responsive materials by March 14, 2003 (3/20) Premera to provide responsive materials by March 28 | Premera's Stated Date: 3/14/2003; Revised date: 3/25/2003 |
| 888 | The Section 368/382 opinion does not address that Premera will subsequently experience a Section 382 change in ownership when sufficient stock is sold by the Foundation and or through the issuance of additional shares of stock by Premera. | 3/4/2003 | | | Incomplete Response | | Premera to address. (3/11) Premera to provide responsive materials by March 14, 2003 (3/20) Premera to provide responsive materials by March 28 | Premera's Stated Date: 3/14/2003; Revised date: 3/25/2003 |
| 889 | The Section 833 opinion limits the opinion to "as of the close of the transaction", which is too restrictive. We would prefer that the "as of" language be changed to "following". | 3/4/2003 | | | Incomplete Response | | Premera to address. (3/11) Premera to provide responsive materials by March 14, 2003 (3/20) Premera to provide responsive materials by March 28 | Premera's Stated Date: 3/14/2003; Revised date: 3/25/2003 |
| 890 | With respect to both opinions, there is a concern that the opinions cannot be relied upon by Washington and Alaska. | 3/4/2003 | | | Incomplete Response | | Premera to address. (3/11) Premera to provide responsive materials by March 14, 2003 (3/20) Premera to provide responsive materials by March 28 | Premera's Stated Date: 3/14/2003; Revised date: 3/25/2003 |

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|-------------|--|----------------|---|--------------------------|---|---|---|--|
| 891 | We would like an analysis of the potential adverse Washington state tax consequences, both resulting from the conversion transactions and on the operations of the affected companies, if the state does not rule favorably on your request. | 3/4/2003 | | | Incomplete Response | | Premera to address. (3/11) Premera to provide responsive materials by March 14, 2003 (3/20) Premera to provide responsive materials by March 28 | Premera's Stated Date: 3/14/2003; Revised date: 3/25/2003 |
| 892 | Based on representations made in WA 48, we understand that Premera intends to treat all payments to professionals and outside advisors as either : currently deductible amounts under Section 162, or organizational costs under Section 248 to be capitalized and amortized over 60 months. All internal costs incurred in connection with the conversion including salaries and benefit payments will be treated as currently deductible ordinary and necessary business expenses. If this is, indeed, the company's position, we would like to understand your evaluation of the risk that a portion of the expenses incurred in connection with the conversion transaction (particularly the outside costs) may be required to be treated as non-amortizable, capital expenses related to the tax-free reorganization. What analysis has Premera conducted (or intends to conduct) to get comfortable with the treatment of these expenses as outlined above? | 3/4/2003 | | | Incomplete Response | | Premera to address. (3/11) Premera to provide responsive materials by March 14, 2003 (3/20) Premera to provide responsive materials by March 28 | Premera's Stated Date: 3/14/2003; Revised date: 3/25/2003 |
| 893 | We noted an amount of \$221,000 in the 2002 tax contingency reserve relating to reorganization costs. Please provide the rationale supporting the 25 percent non-deductible assumption. | 3/4/2003 | | | Incomplete Response | | Premera to address. (3/11) Premera to provide responsive materials by March 14, 2003 (3/20) Premera to provide responsive materials by March 28 | Premera's Stated Date: 3/14/2003; Revised date: 3/25/2003 |
| 894 | Premera's prior analysis of the tax effects of a material change focused on GAAP financials. Please expand analysis to show the statutory accounting impact on operations and surplus, including the effects on current tax account and the admissible deferred tax asset. | 3/4/2003 | | | Incomplete Response | | Premera to address. (3/11) Premera to provide responsive materials by March 14, 2003 (3/20) Premera to provide responsive materials by March 28 | Premera's Stated Date: 3/14/2003; Revised date: 3/25/2003 |
| | Additional questions and observations by PWC regarding States West Life: | | | | | | | |
| 895 | It appears that you are using tax reserves as opposed to statutory reserve (as required by the IRC) for purposes of the 2002 life insurance company test. | 3/4/2003 | | | Incomplete Response | | Premera to address. (3/11) Premera to provide responsive materials by March 14, 2003 (3/20) Premera to provide responsive materials by March 28 | Premera's Stated Date: 3/14/2003; Revised date: 3/25/2003 |
| 896 | In the 2002 life insurance company test, it appears that all Exhibit 11 reserves are being excluded from the denominator such that only Exhibit 8 and 9b reserves are included in the test. If Exhibit 11 reserves were excluded from the life test computation in 2000 and 2001, would SWL have been treated as a life or non-life company for federal income tax purposes? Please provide the life test computations for 2000 and 2001 in support of your response. | 3/4/2003 | | | Incomplete Response | | Premera to address. (3/11) Premera to provide responsive materials by March 14, 2003 (3/20) Premera to provide responsive materials by March 28 | Premera's Stated Date: 3/14/2003; Revised date: 3/25/2003 |
| 897 | The 2002 life insurance company test appears to indicate that SWL would be treated as a life insurance company in 2002 as its mean reserves are comprised of more than 50 percent life insurance reserves. Please indicate whether Premera intends to treat SWL as a life or non-life company for purposes of the 2002 consolidated federal income tax return. If Premera intends to treat SWL as a life company, would it be eligible for inclusion in the consolidated return as a result of its change in status from a non-life company to a life company? Please explain. | 3/4/2003 | | | Incomplete Response | | Premera to address. (3/11) Premera to provide responsive materials by March 14, 2003 (3/20) Premera to provide responsive materials by March 28 | Premera's Stated Date: 3/14/2003; Revised date: 3/25/2003 |
| 898 | The projections of future taxable income, assuming that Premera is entitled to the Section 833(b) deduction in post-conversion years, indicates that the net operating loss carryover will be utilized by 2005. In the memorandum supporting the need for a valuation allowance, however, you indicate that it is unlikely that the net operating losses will be utilized in the near future given the significance of the Section 833(b) deduction. Please explain. | 3/4/2003 | | | Incomplete Response | | Premera to address. (3/11) Premera to provide responsive materials by March 14, 2003 (3/20) Premera to provide responsive materials by March 28 | Premera's Stated Date: 3/14/2003; Revised date: 3/25/2003 |

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|-------------|---|----------------|---|--------------------------|---|---|---|--|
| 899 | You have indicated that there is approximately \$1.8 million in tax contingencies relating to premium tax matters. Have these amounts been provided for in the financial statements? If so, please indicate when such amounts were first provided and the accounts in which these amounts are included. | 3/4/2003 | | | Incomplete Response | | Premera to address. (3/11) Premera to provide responsive materials by March 14, 2003 (3/20) Premera to provide responsive materials by March 28 | Premera's Stated Date: 3/14/2003; Revised date: 3/25/2003 |
| 900 | We would like to obtain a written representation confirming your verbal statement that you do not believe that there are any adverse tax consequences that could impact the policyholders of Premera in connection with the conversion transaction. | 3/4/2003 | | | Incomplete Response | | Premera to address. (3/11) Premera to provide responsive materials by March 14, 2003 (3/20) Premera to provide responsive materials by March 28 | Premera's Stated Date: 3/14/2003; Revised date: 3/25/2003 |
| 901 | We would like to obtain a written representation confirming your verbal statement that you do not believe that PBC has previously experienced a material change in structure or operations. | 3/4/2003 | | | Incomplete Response | | Premera to address. (3/11) Premera to provide responsive materials by March 14, 2003 (3/20) Premera to provide responsive materials by March 28 | Premera's Stated Date: 3/14/2003; Revised date: 3/25/2003 |
| 902 | Please provide a written representation that Premera does not intend to claim a tax deduction for the value of the New Premera shares transferred to the Foundation in connection with the conversion transaction. | 3/4/2003 | | | Incomplete Response | | Premera to address. (3/11) Premera to provide responsive materials by March 14, 2003 (3/20) Premera to provide responsive materials by March 28 | Premera's Stated Date: 3/14/2003; Revised date: 3/25/2003 |
| 903 | How is Premera Blue Cross taxed for Washington premium tax purposes? If Premera Blue Cross is not taxed as a Health Care Service contractor then under what statutory authority is Premera subject to a premium tax? | 3/4/2003 | | | Incomplete Response | | Premera to address. (3/11) Premera to provide responsive materials by March 14, 2003 (3/20) Premera to provide responsive materials by March 28 | Premera's Stated Date: 3/14/2003; Revised date: 3/25/2003 |
| 904 | How does Premera Blue Cross allocate the ASC, Dental, Medicare, and subsidized BHP to non-insurance affiliates and miscellaneous income? What is the statutory authority requiring Premera Blue Cross to pay the B&O tax on the allocated premium to non-insurance entities? | 3/4/2003 | | | Incomplete Response | | Premera to address. (3/11) Premera to provide responsive materials by March 14, 2003 (3/20) Premera to provide responsive materials by March 28 | Premera's Stated Date: 3/14/2003; Revised date: 3/25/2003 |
| 905 | What is the basis for Premera Blue Cross' Seattle B&O Tax? | 3/4/2003 | | | Incomplete Response | | Premera to address. (3/11) Premera to provide responsive materials by March 14, 2003 (3/20) Premera to provide responsive materials by March 28 | Premera's Stated Date: 3/14/2003; Revised date: 3/25/2003 |
| 906 | What is the statutory authority for the Alaska premium tax rate of 6% of premium minus claims for Premera Blue Cross? | 3/4/2003 | | | Incomplete Response | | Premera to address. (3/11) Premera to provide responsive materials by March 14, 2003 (3/20) Premera to provide responsive materials by March 28 | Premera's Stated Date: 3/14/2003; Revised date: 3/25/2003 |
| 907 | Was the Premera group required to file a combined Alaska Corporate Income Tax return including the insurance entities by Alaska or did it benefit Premera to do so? | 3/4/2003 | | | Incomplete Response | | Premera to address. (3/11) Premera to provide responsive materials by March 14, 2003 (3/20) Premera to provide responsive materials by March 28 | Premera's Stated Date: 3/14/2003; Revised date: 3/25/2003 |
| 908 | Please explain the basis for the following statement: "The tax rate in Alaska is 2% of premiums generally as a result of the retaliatory fee imposed under Alaska law." | 3/4/2003 | | | Incomplete Response | | Premera to address. (3/11) Premera to provide responsive materials by March 14, 2003 (3/20) Premera to provide responsive materials by March 28 | Premera's Stated Date: 3/14/2003; Revised date: 3/25/2003 |
| 909 | Section 4.3(a)(xiv) of the current draft of the Plan of Conversion provides for an IRS ruling that we understand to be inconsistent with the current plans of Premera. Accordingly, changes would seem necessary to this section. | 3/4/2003 | | | Incomplete Response | | Premera to address. (3/11) Premera to provide responsive materials by March 14, 2003 (3/20) Premera to provide responsive materials by March 28 | Premera's Stated Date: 3/14/2003; Revised date: 3/25/2003 |
| 910 | Section 4.3(a)(xv) contains provisions of concern. For example, the ability of Premera to unilaterally waive any of the conditions is of significant concern. Please provide a redraft of the tax provisions of the Plan (and other associated documents) when available. | 3/4/2003 | | | Incomplete Response | | Premera to address. (3/11) Premera to provide responsive materials by March 14, 2003 (3/20) Premera to provide responsive materials by March 28 | Premera's Stated Date: 3/14/2003; Revised date: 3/25/2003 |